

CRAY CLOUD L JR
Form 5
February 15, 2012

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
CRAY CLOUD L JR

2. Issuer Name and Ticker or Trading Symbol
MGP INGREDIENTS INC [MGPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

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Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	59,502	D	Â
Common Stock	12/31/2011	Â	G	18,000	D	\$ 0	2,579,687	I	By Trust
Common Stock	Â	Â	Â	Â	Â	Â	12,560	I	By CLC and SJC Family Foundation
Common Stock	Â	Â	Â	Â	Â	Â	475,530	I	By Spouse's Trust
	Â	Â	Â	Â	Â	Â	72,000	I	By Trust 1

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Common Stock										
Common Stock	^	^	^	^	^	^	90,000	I	By Trust 8	
Common Stock	^	^	^	^	^	^	90,000	I	By Trust 9	
Common Stock	^	^	^	^	^	^	90,000	I	By Trust 10	
Common Stock	^	^	^	^	^	^	53,518.994 (1)	I	By ESPP	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options	\$ 3.25	^	^	^	^ ^	04/11/2003	10/11/2012	Common Stock	2,000
Stock Option	\$ 4.375	^	^	^	^ ^	04/10/2004	10/10/2013	Common Stock	2,000
Stock Option	\$ 9.09	^	^	^	^ ^	04/10/2004	10/15/2014	Common Stock	2,000
Stock Option	\$ 10.45	^	^	^	^ ^	04/17/2006	10/14/2015	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
^ X ^ X ^ ^

CRAY CLOUD L JR

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Signatures

Cloud L. Cray,
Jr.

02/15/2012

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 2831.6720 shares acquired between the period of 07/01/2011 and 12/31/2011 under ESPP in a transaction exempt under 16b-3(c).

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